

**Amendment to the Interconnection Agreement
Between**

**The Board of Lights and Water, a Public Corporation and Subsidiary Corporation of the City of
Marietta, d/b/a Marietta FiberNet
and
BellSouth Telecommunications, Inc.**

Dated July 27, 2002

This Amendment is entered into by and between The Board of Lights and Water, a Public Corporation and Subsidiary Corporation of the City of Marietta, d/b/a Marietta FiberNet (MFN) and BellSouth Telecommunications, Inc. (BellSouth) hereinafter referred to collectively as the "Parties," to amend that certain Interconnection Agreement between the Parties dated July 27, 2002 (Agreement) to be effective as of the date of the last signature to the amendment.

WHEREAS, MFN has conveyed all rights, licenses and interests of certain assets to American Fiber Systems of Georgia, Inc. (AFS of GA), a Delaware corporation; and AFS of GA has assumed all responsibilities and obligations with respect to such assets;

WHEREAS, the Parties desire that the Agreement be amended to reflect the correct corporate entity name.

NOW, THEREFORE, in consideration of the mutual promises and covenants contained herein and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties hereby covenant and agree as follows:

1. The name of The Board of Lights and Water, A public Corporation and Subsidiary Corporation of the City of Marietta, d/b/a Marietta FiberNet (MFN) in the Agreement is hereby deleted throughout the Agreement and replaced with American Fiber Systems of Georgia, Inc. (AFS of GA).
2. All of the other provisions of the Agreement, dated July 27, 2002, shall remain in full force and effect.
3. Either or both of the Parties is authorized to submit this Amendment to each Public Service Commission for approval subject to Section 252(e) of the Telecommunications Act of 1996.

IN WITNESS WHEREOF, the Parties have executed this Agreement the day and year written below.

BellSouth Telecommunications, Inc.

By: 

Name: Kristen E. Rowe

Title: Director

Date: 7/14/05

The Board of Lights and Water, a Public Corporation and Subsidiary Corporation of the City of Marietta, d/b/a Marietta FiberNet

By: 

Name: ROBERT W. LEWIS

Title: BOARD MANAGER

Date: 7-8-2005

American Fiber Systems of Georgia, Inc.

By: 

Name: HE GOODSHALL

Title: VICE-PRESIDENT

Date: 7-7-05